

Appendix SFA-1

FAR & DEAR Clauses Incorporated By Reference

- (a) The Federal Acquisition Regulation (FAR) and the Department of Energy Acquisition Regulation (DEAR) clauses which are incorporated by reference herein shall have the same force and effect as if printed in full text.
- (b) Full text of the referenced clauses may be accessed electronically at website addresses:
 FAR: <http://farsite.hill.af.mil/vffara.htm>
 DEAR: <http://farsite.hill.af.mil/vfdoea.htm>
- (c) As used in the clauses, the term "contract" shall mean this subcontract; the term "Contractor" shall mean SUBCONTRACTOR; the term "subcontractor" shall mean the SUBCONTRACTOR'S lower-tier subcontractors, and the terms "Government" and "Contracting Officer" shall mean CONTRACTOR, except in FAR clause 52.227-14, and DEAR clauses 952.227-11, 952.227-13, 970.5227-4, and 970.5232-3, in which clauses "Government" shall mean the United States Government and "Contracting Officer" shall mean the DOE/NNSA Contracting Officer for Prime Contract DE-AC52-06NA25396 with CONTRACTOR. Notwithstanding the foregoing substitutions, all references to "Government property", "Government-owned property", "Government-furnished property", and statements relating to the vesting of title in the Government retain their customary meaning and effect. As used in DEAR clauses 952.204-72 and 952.227-9, the term "DOE" shall mean DOE/NNSA or CONTRACTOR.
- (d) The modifications of these clause terms are intended to appropriately identify the parties and establish their contractual and administrative reporting relationship, and shall not apply to the extent they would affect the U.S. Government's rights. SUBCONTRACTOR shall include the listed clauses in its subcontracts at any tier, to the extent applicable.
- (e) Each of the individual FAR/DEAR clauses listed below is incorporated by reference into this subcontract when the condition(s) for applicability is/are met.

THE FOLLOWING CLAUSES APPLY REGARDLESS OF THE SUBCONTRACT CEILING:		
Clause Number	Title and Date	Additional Conditions of Applicability
FAR 52.216-7	Allowable Cost And Payment (Jun 2013)	In subcontracts with educational institutions replace FAR Subpart 31.2 in paragraph (a) with FAR Subpart 31.3. In subcontracts with nonprofit organizations replace FAR Subpart 31.2 in paragraph (a) with FAR Subpart 31.7.
FAR 52.216-15	Predetermined Indirect Costs Rates (Apr 1998)	
FAR 52.222-50	Combating Trafficking In Persons (Feb 2009)	Applies only in subcontracts for commercial items as defined in FAR subpart 2.101.
FAR 52.223-3	Hazardous Material Identification And Material Safety Data (Jan 1997) and Alternate I (Jul 1995)	Applies only if subcontract involves delivery of hazardous materials as defined in FAR subpart 23.301. If applicable, the term "Government" as used in this clause means "CONTRACTOR and the Government.
FAR 52.225-13	Restrictions On Certain Foreign Purchases (Jun 2008)	
FAR 52.227-10	Filing of Patent Applications - Classified Subject Matter (Dec 2007)	Applies where the nature of the work reasonably might be expected to result in a patent application containing classified subject matter.
FAR 52.227-14	Rights In Data-General (May 2014) including Alternate I (Dec 2007), Alternate V (Dec 2007), and DEAR 927.409 Paragraph (d)(3)	Applies if the subcontract is for development work, or for basic and applied research where computer software is <u>specified</u> as a deliverable in the Statement of Work or other special circumstances apply as specified in the agreement.

THE FOLLOWING CLAUSES APPLY REGARDLESS OF THE SUBCONTRACT CEILING:		
Clause Number	Title and Date	Additional Conditions of Applicability
FAR 52.227-14	Rights In Data-General (May 2014) including Alternate IV (Dec 2007) and DEAR 927.409, subparagraph (a) Definitions	Applies if the subcontract is for basic or applied research and computer software is not specified as a deliverable in the Statement of Work, and no other special circumstances apply per DEAR 927.409.
FAR 52.227-23	Rights To Proposal Data (Technical) (Jun 1987)	Applies if subcontract is based on consideration of a technical proposal.
FAR 52.229-10	State Of New Mexico Gross Receipts And Compensating Tax (Apr 2003)	Applies if (1) the subcontract is for services to be performed, in whole or in part, within New Mexico; (2) SUBCONTRACTOR is to acquire tangible personal property as a direct cost under the subcontract; and (3) title to such property passes directly to the United States upon delivery of the property by the vendor.
FAR 52.232-20	Limitation Of Cost (Apr 1984)	Applies if the Subcontract is fully funded at time of award.
FAR 52.232-22	Limitation Of Funds (Apr 1984)	Applies if the Subcontract is incrementally funded.
FAR 52.242-15	Stop-Work Order (Aug 1989) with Alternate I (Apr 1984)	
FAR 52.243-2	Changes-Cost-Reimbursement (Aug 1987) with Alternate V (Apr 1984)	
FAR 52.244-6	Subcontracts For Commercial Items (Dec 2010)	
FAR 52.245-1	Government Property (Apr 2012) with Alternate II (Apr 2012)	
FAR 52.245-9	Use And Charges (Apr 2012)	
FAR 52.246-9	Inspection Of Research And Development (Short Form) (Apr 1984)	
FAR 52.247-63	Preference For U. S.-Flag Air Carriers (Jun 2003)	Applies if performance of subcontract may involve international air transportation.
FAR 52.247-64	Preference For Privately Owned U.S.-Flag Commercial Vessels (Feb 2006)	Applies unless exempted by paragraph (e) (4) of FAR 52.247-64.
FAR 52.249-5	Termination For Convenience Of The Government (Educational And Other Nonprofit Institutions) (Sep 1996)	Paragraph (h) is deleted, and the period for submitting SUBCONTRACTOR'S termination settlement proposal in paragraph (d) is reduced to 6 months.
DEAR 952.204-71	Sensitive Foreign Nations Controls (Apr 1994)	
DEAR 952.217-70	Acquisition Of Real Property (Mar 2011)	Applies if the subcontract involves leased space that is reimbursed.
DEAR 952.227-9	Refund Of Royalties (Mar 1995)	Applies in solicitations and subcontracts for experimental, research, developmental, or demonstration work in which royalties will have to be paid by the subcontractor or a subcontractor of any tier.
DEAR 952.227-11	Patent Rights - Retention By The Contractor (Short Form) (Mar 1995)	Applies only if SUBCONTRACTOR is a nonprofit organization as defined in 48 CFR 27.301. If SUBCONTRACTOR does not qualify in accordance with 48 CFR 27.301, it may request a patent waiver pursuant to 10 CFR 784.
DEAR 952.227-13	Patent Rights – Acquisition By The Government (Sep 1997)	Applies unless SUBCONTRACTOR is a domestic small business or nonprofit organization as defined at 48 CFR 27.301, and the Subcontractor has not received an advance waiver in accordance with DEAR 952.227-84.
DEAR 952.235-71	Research Misconduct (Jul 2005)	Applies in subcontracts that involve research.
DEAR 952.247-70	Foreign Travel (Dec 2000)	Applies if foreign travel may be required.

THE FOLLOWING CLAUSES APPLY REGARDLESS OF THE SUBCONTRACT CEILING:		
Clause Number	Title and Date	Additional Conditions of Applicability
DEAR 970.5232-3	Accounts, Records, And Inspection (Jun 2007) Only paragraphs (a) through (h) of the clause are applicable.	Paragraph (b) is deleted in its entirety and the following is substituted in its place: "Inspection and audit of accounts and records. All books of account and records relating to this subcontract shall be subject to inspection and audit by CONTRACTOR, NNSA or their designees, at all reasonable times, before and during the period of retention provided for in paragraph (d) of this clause, and SUBCONTRACTOR shall afford CONTRACTOR and NNSA proper facilities for such inspection and audit."

THE FOLLOWING CLAUSE APPLIES IF THE SUBCONTRACT CEILING EXCEEDS \$3,000:		
Clause Number	Title and Date	Additional Conditions of Applicability
FAR 52.222-54	Employment Eligibility Verification (Jan 2009)	Applies if subcontract includes work performed in the United States

THE FOLLOWING CLAUSES APPLY IF THE SUBCONTRACT CEILING EXCEEDS \$10,000:		
Clause Number	Title and Date	Additional Conditions of Applicability
FAR 52.222-21	Prohibition Of Segregated Facilities (Feb 1999)	Applies if FAR 52.222-26 Equal Opportunity is applicable.
FAR 52.222-26	Equal Opportunity (Mar 2007)	Applies unless one of the exemptions listed in FAR Subpart 22.807 is applicable.
FAR 52.222-36	Affirmative Action For Workers With Disabilities (Oct 2010)	Applies unless exempted by the rules, regulations, or orders of the Secretary of Labor.
FAR 52.222-40	Notification of Employee Rights Under the National Labor Relations Act (Dec 2010)	Applies only in subcontracts for commercial items as defined in FAR subpart 2.101 that will be performed wholly or partially in the United States, unless exempted by the rules, regulations, or orders of the Secretary of Labor issued pursuant to section 3 of Executive Order 13496 of January 30, 2009.

THE FOLLOWING CLAUSES APPLY IF THE SUBCONTRACT CEILING IS \$100,000 OR MORE:		
Clause Number	Title and Date	Additional Conditions of Applicability
FAR 52.222-35	Equal Opportunity For Special Disabled Veterans, Veterans Of The Vietnam Era, And Other Eligible Veterans (Sep 2010)	Applies unless exempted by the rules, regulations, or orders of the Secretary of Labor.
FAR 52.222-37	Employment Reports On Special Disabled Veterans, Veterans Of The Vietnam Era, And Other Eligible Veterans (Sep 2006)	Applies unless exempted by the rules, regulations, or orders of the Secretary of Labor.

THE FOLLOWING CLAUSES APPLY IF THE SUBCONTRACT CEILING EXCEEDS \$100,000:		
Clause Number	Clause Number	Additional Conditions of Applicability
FAR 52.203-7	Anti-Kickback Procedures (Jul 1995)	Paragraph (c)(1) is not applicable.
FAR 52.203-12	Limitation On Payments To Influence Certain Federal Transactions (Sep 2007)	
FAR 52.227-1	Authorization and Consent (Dec 2007)	Only paragraph (a) is applicable.
DEAR 970.5227-4	Authorization And Consent (Aug 2002)	Only paragraph (a) is applicable.
DEAR 970.5227-5	Notice And Assistance Regarding Patent And Copyright Infringement (Dec 2000)	

THE FOLLOWING CLAUSES APPLY IF THE SUBCONTRACT CEILING EXCEEDS \$150,000:		
Clause Number	Clause Number	Additional Conditions of Applicability
FAR 52.203-5	Covenant Against Contingent Fees (Apr 1984)	Applies only if subcontract is for non-commercial items.
FAR 52.203-6	Restrictions On Subcontractor Sales To The Government (Sep 2006)	Alternate I (Oct 1995) is also applicable if subcontract is for commercial items.
FAR 52.203-10	Price Or Fee Adjustment For Illegal Or Improper Activity (May 2014)	Applies only if subcontract is for non-commercial items. When applicable, in paragraph (d) the term "Government" means "Government or CONTRACTOR."
FAR 52.219-8	Utilization Of Small Business Concerns (Jan 2011)	Applies if subcontract offers further subcontracting opportunities and is to be performed within the United States and its outlying areas. If applicable and the subcontract exceeds \$650,000, SUBCONTRACTOR shall include FAR 52.219-8 in lower tier subcontracts that offer subcontracting opportunities.
FAR 52.219-25	Small Disadvantaged Business Participation Program - Disadvantaged Stats and Reporting (Apr 2008)	Applies in solicitations and subcontracts that consider the extent of participation of SDB concerns in performance of the subcontract.
FAR 52.222-39	Notification of Employee Rights Concerning Payment of Union Dues or Fees (Dec 2004)	Applies unless exempted by the Department of Labor Deputy Assistant Secretary for Labor-Management Programs.

THE FOLLOWING CLAUSE APPLIES IF THE SUBCONTRACT CEILING EXCEEDS \$500,000:		
Clause Number	Title and Date	Additional Conditions of Applicability
FAR 52.227-16	Additional Data Requirements (Jun 1987)	

THE FOLLOWING CLAUSE APPLIES IF THE SUBCONTRACT CEILING EXCEEDS \$650,000:		
Clause Number	Title and Date	Additional Conditions of Applicability
FAR 52.219-9	Small Business Subcontracting Plan (Jan 2011)	Applies unless there are no subcontracting possibilities.

THE FOLLOWING CLAUSES APPLY IF THE SUBCONTRACT CEILING EXCEEDS \$700,000:		
Clause Number	Title and Date	Additional Conditions of Applicability
FAR 52.215-10	Price Reduction For Defective Cost Or Pricing Data (Aug 2011)	Applies if subcontract price is \$700,000 or more, unless one of the exceptions in FAR 15.403-1(b) is applicable.
FAR 52.215-11	Price Reduction For Defective Cost Or Pricing Data-Modifications (Aug 2011)	Applies if modification price is \$700,000 or more, none of the exceptions in FAR 15.403-1(b) are applicable to modification, and FAR 52.215-10 was not applicable to subcontract.
FAR 52.215-12	Subcontractor Cost Or Pricing Data (Oct 1997)	Applies if subcontract price is \$700,000 or more, unless one of the exceptions in FAR 15.403-1(b) is applicable.
FAR 52.215-13	Subcontractor Cost Or Pricing Data - Modifications (Oct 2010)	Applies if subcontract price is \$700,000 or more, unless one of the exceptions in FAR 15.403-1(b) is applicable.
FAR 52.230-2	Cost Accounting Standards (May 2012)	Applies unless the subcontract is: (1) exempted from CAS (see 48 CFR 9903.201-1 (FAR Appendix)), or (2) subject to modified CAS coverage (see 48 CFR 9903.201-2 (FAR Appendix)) or (3) awarded to a foreign concern or (4) awarded to an educational institution. When applicable, paragraph (b) is deleted and SUBCONTRACTOR shall include the substance of this clause, without paragraph (b), in all other subcontracts of any tier.

THE FOLLOWING CLAUSES APPLY IF THE SUBCONTRACT CEILING EXCEEDS \$700,000:		
Clause Number	Title and Date	Additional Conditions of Applicability
FAR 52.230-3	Disclosure And Consistency Of Cost Accounting Practices (May 2014)	Applies only to a negotiated subcontract that exceeds \$700,000 but is less than \$50 million, and the offeror certifies it is eligible for and elects to use modified CAS coverage. When applicable, paragraph (b) is excluded, and SUBCONTRACTOR shall include this clause in all other subcontracts of any tier, except those exempted by FAR 52.230-3 (d)).
FAR 52.230-4	Disclosure and Consistency of Cost Accounting Practices -- Foreign Concerns (May 2014)	Applies only to a negotiated subcontract with a foreign concern, unless the subcontract is otherwise exempt from CAS (see 48 CFR 9903.201-1). Foreign concerns do not include foreign governments or their agents or instrumentalities.
FAR 52.230-5	Cost Accounting Standards - Educational Institutions (May 2012), excluding paragraph (b)	Applies to negotiated subcontracts <u>awarded to educational institutions</u> unless: (1) subcontract is exempted (see 48 CFR 9903.201-1 (FAR Appendix)), (2) the subcontract is to be performed by an FFRDC (see 48 CFR 9903.201-2(c)(5) (FAR Appendix)), or (3) the provision at 48 CFR 9903.201-2(c)(6) (FAR Appendix) applies.
FAR 52.230-6	Administration Of Cost Accounting Standards (Mar 2008)	Applies if FAR 52.230-2, 52.230-3 or 52.230-5 is applicable.

THE FOLLOWING CLAUSE APPLIES IF THE SUBCONTRACT CEILING EXCEEDS \$2,000,000:		
Clause Number	Title and Date	Additional Conditions of Applicability
DEAR 970.5204-3	Access To And Ownership Of Records (Jul 2005)	Applies to cost-reimbursement type subcontracts whose value is greater than \$2,000,000 or that include DEAR 970.5223-1, Integration of Environment, Safety and Health into Work Planning and Execution.

THE FOLLOWING CLAUSES APPLY AS STATED IN THE CONDITIONS OF APPLICABILITY:		
Clause Number	Title and Date	Conditions of Applicability
FAR 52.203-13	Contractor Code of Business Ethics and Conduct (Apr 2010)	Applies only in subcontracts for commercial items as defined in FAR subpart 2.101 that exceed \$5,000,000 and have a performance period of more than 120 days.
FAR 52.203-15	Whistleblower Protections Under the American Recovery and Reinvestment Act of 2009 (Jun 2010)	Applies only in subcontracts for commercial items as defined in FAR subpart 2.101 that are funded under the Recovery Act.
FAR 52.222-24	Preaward On-Site Equal Opportunity Compliance Evaluation (Feb 1999)	Solicitation provision that applies in solicitations, other than those for construction, when a subcontract is contemplated that will include the clause at 52.222-26, Equal Opportunity, and the amount of the subcontract is expected be \$10 million or more.